

# THE TORONTO STOCK EXCHANGE.

FILING STATEMENT NO. 1116.  
FILED, MAY 21st. 1964.

## MATACHEWAN CONSOLIDATED MINES LIMITED

Full corporate name of Company  
Incorporated under The Companies Act (Ontario) by Letters  
Patent dated July 10, 1933.

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953  
(Ontario) by Letters Patent dated May 1st, 1957).

### FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things,  
an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.

This Filing Statement is filed in respect of the following matters:-

- (a) At the Annual Meeting of the Shareholders of Matachewan Consolidated Mines Limited (hereinafter called "the Company") held April 22, 1964, H. P. McCloskey, D. W. Falconer and A. A. McCloskey were elected directors of the Company in the place and stead of J. W. Blain, N. A. Mitchell and J. P. Walwyn, previously directors of the Company who did not stand for re-election. The present Board of Directors of the Company is set forth in Item 3 hereof.
- (b) A change in the control of the Company resulting from the purchase by Paul H. McCloskey, 15 Kingsway Crescent, Toronto 18, Ontario, of a total of 894,997 shares of the Company, from time to time over the past three years.

2. Head office address and any other office address.

The Head Office of the Company is located at Room 901, 159 Bay Street, Toronto 1, Ontario.

3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.

Office	Name and Address	Occupation
President and Director	Paul H. McCloskey, 15 Kingsway Crescent, Toronto 18, Ontario.	Mining Engineer
Vice-President and Director	H. P. McCloskey, 15 Kingsway Crescent, Toronto 18, Ontario.	Executive
Secretary and Director	D. W. Falconer, Suite 2402, 44 King Street West, Toronto 1, Ontario.	Solicitor
Director	A. D. Hellens, 27 Hill Crescent, Scarborough, Ontario.	Mining Engineer
Director	A. A. McCloskey, 288 York Mills Road, Willowdale, Ontario.	Consulting Mining Engineer
Treasurer	Dorene Stewart, (Mrs.) 43 Century Drive, Scarborough, Ontario.	Private Secretary and Bookkeeper

4. Share capitalization showing authorized and issued and outstanding capital.

The authorized capital of the Company is comprised of 4,000,000 shares without par value of which 3,444,000 shares have been issued and allotted and are outstanding.

5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.

There are no bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.

6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.

There are no treasury shares or other securities of the Company now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.



7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	Not applicable.
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	No payments in cash or securities of the Company have been made or are to be made to a promoter or finder in connection with any proposed underwriting or property acquisition.
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The Directors of the Company at present have no specific future development plans but intend to continue the investment and other policies of the Company as in prior years.
10. Brief statement of company's chief development work during past year.	The Company carried out no development work during the past year.
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	The Company does not propose to purchase any property or other assets at this time.
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	Not applicable.
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	There are no shares of the Company held in escrow or in pool.
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	Not applicable.
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<p>Bansco &amp; Co., 44 King Street West, TORONTO 1, Ontario. 1,436,896</p> <p>Walwyn, Stodgell &amp; Co. Ltd., 44 King Street West, TORONTO 1, Ontario. 787,827</p> <p>Goodwin, Harris &amp; Co. Ltd., 347 Bay Street, TORONTO 1, Ontario. 67,000</p> <p>T. A. Richardson &amp; Co., 4 King Street West, TORONTO 1, Ontario. 45,650</p> <p>Reginald Jones, 13273 Riverside Drive, Tecumseh, Ontario. 30,000</p> <p>The Company is advised that 894,997 of the shares of the Company registered in the name of Bansco &amp; Co. are beneficially owned by Paul H. McCloskey aforesaid and that 283,500 shares of the Company registered in the name of Bansco &amp; Co. are beneficially owned by Western Surf Inlet Mines Limited, Suite 901, 159 Bay Street, Toronto, Ontario and that the remaining 258,399 shares of the Company registered in the name of Bansco &amp; Co. are beneficially owned by Anna M. McCloskey, R. R. No. 1, Queensville, Ontario.</p> <p>The Company does not know whether or not any of the other shares of the Company registered in the aforesaid names are beneficially owned by the registered holders thereof.</p>



# FINANCIAL STATEMENTS

## MATACHEWAN CONSOLIDATED MINES LIMITED

### BALANCE SHEET

MARCH 31, 1964

### A S S E T S

#### Current

Cash	\$ (3,752)	Overdraft
Securities (Market Value - \$219,950)	<u>211,950</u>	
		\$208,198

#### Other

Mining Leases (Matachewan) at cost less amounts written off	\$ 25,115	
Interest in Mining Exploration Projects	5,136	
Shares without Market Value	<u>6,976</u>	
		\$ 37,227
		<u>\$245,425</u>

### L I A B I L I T I E S

#### Shareholders' Equity

##### Capital

Authorized: 4,000,000 shs. npv.	
Issued: 3,444,000 shs. npv.	\$915,500
LESS: Deficit	<u>670,075</u>
	<u>\$245,425</u>

Director

*P.H. McIlroy*

Director

*John H. McIlroy*

## MATACHEWAN CONSOLIDATED MINES LIMITED

### STATEMENT of

### PROFIT & LOSS and DEFICIT

MARCH 31, 1964

#### Revenue

#### 3 Months to Date

Profit on Sale of Securities	\$ 982
Dividends & Interest Received	<u>1,653</u>
	\$ 2,635

#### Expense

Administrative & General	<u>1,726</u>
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#### Profit

For 3 Month Period & Year to Date	909
DEFICIT: at January 1, 1964	<u>670,984</u>
DEFICIT: at March 31, 1964	<u>\$670,075</u>

Director

*P.H. McIlroy*

Director

*John H. McIlroy*

THIS IS SCHEDULE "A" TO THE FILING  
STATEMENT OF MATACHEWAN CONSOLIDATED  
MINES LIMITED DATED MAY 13, 1964

Bonds & Pfd. Stocks	Security	Book Cost		Market Value	
		Unit Price	Total	Unit Price	Total
\$10,000	Canadian Chemical 7/80 ex Wts.	\$100.00	\$ 10,000	\$104.50	\$10,450
5,000	Mattagami Lake 6/75 ex. Shs.	83.00	4,150	103.00	5,150
10,000	Orchan Mines 6/Apr. 30/75 Ex.	87.60	8,760	100.00	10,000
5,000	Trans-Canada P.L. 5% June 1/88	111.52	5,545	149.00	7,450
10,000	Westcoast Transmission 5.5/88				
	'C'	94.75	9,475	102.00	10,200
50	Delta Acceptance 5.5%				
	Convertible 2nd B Preferred	100.00	5,000	109.50	5,475
 <u>STOCKS</u>					
10,000	Advance Red Lake Mines Ltd.	.10	994	.10	1,000
562	Arbade Gold Mines Limited		N/V	N/M	*
25,000	Birthead Mining Corp. Limited		N/V	N/M	*
19/20	Brazilian Traction Light & Power Co. Ltd.		N/V	2.75	3 *
5,000	Brown-McDade Mines Limited		N/V	.07	350 *
200	Calgary & Edmonton Corp. Ltd.	23.30	4,660	23.25	4,650
2,000	Camerina Petroleum Corp.	3.18	6,378	2.20	4,400
300	Husky Oil of Canada	6.55	1,964	8.00	2,400
200	Canadian Imperial Bank of Commerce	65.96	13,193	65.25	13,050
2/3	Cons. Guayana Mines Ltd.		N/V	N/M	*
500	Craigmont Mines Limited	17.07	8,538	17.75	8,875
100	Falconbridge Nickel Mines Ltd.	55.40	5,540	74.00	7,400
300	Höllinger Cons. Gold Mines Ltd.	24.53	7,360	29.625	8,888
1,500	Kerr Addison Mines Limited	9.59	14,383	7.50	11,250
500	Kiena Gold Mines Ltd.	3.95	1,975	4.65	2,325
1,000	Lake Dufault Mines Limited	6.95	6,945	9.30	9,300
400	Landa Oil Company	3.75	1,502	4.75	1,900
2/5	Latin American Mines Ltd.		N/V	.19	*
7,500	Madsen Red Lake Mines Ltd.	2.08	15,602	2.23	16,725
200	Mattagami Lake Mines Ltd.	8.20	1,640	15.00	3,000
2,500	Nahanni Mines Limited		N/V	N/M	*
500	Noranda Mines Limited	31.64	15,820	49.00	24,500
400	Northern Ontario Natural Gas	15.40	6,160	22.75	9,100
5,580	Redstone Mines Limited	.25	1,397	.58	3,236
216,500	Pilley's Island Copper Pyrite Ltd.		2,476	N/M	*
1,000	Quebec Land Smelters Syndicate		N/V	N/M	*
21,000	Quebec Mattagami Minerals Ltd.	.27	5,618	.175	3,675
200	Quemont Mining Corporation Ltd.	10.87	2,175	10.25	2,050
4,000	Ranger Oil (Canada) Ltd.	1.92	7,685	1.35	5,400
2,300	Rapid Grip & Batten "A"	10.50	24,150	8.00	18,400
100	The Royal Bank of Canada	77.00	7,720	75.25	7,525
15,500	Silvermaque Mining Ltd.	.26	4,103	.165	2,558
			\$210,908		\$220,685
17,920	Redstone (escrowed)	.25	\$ 4,500		*

\* Securities classified on the balance sheet as shares without market value.



MATACHEWAN CONSOLIDATED MINES LIMITED  
STATEMENT OF MATERIAL CHANGES ON ITEMS  
ON THE BALANCE SHEET DATED MARCH 31, 1964  
IN THE PERIOD APRIL 1, 1964 TO MAY 12, 1964

SECURITIES SOLD ON THE OPEN MARKET

100 shares Landa Oil Company	\$ 504.00
1,400 shares Sarcee Petroleums Limited	1,683.50
100 shares Northern Ontario Natural Gas	<u>2,244.00</u>
	<u>\$4,431.50</u>

BANK LOAN DISCHARGED

Bank Loan March 31, 1964	\$4,000.00
Discharged April 21, 1964	<u>4,000.00</u>
Bank Loan Outstanding	<u>0</u>

At March 31, 1964 there was a deposit balance  
with the Bank which amounted to

\$ 247.46

Director

*P.H. McCreary*

Director

*E.H. McCreary*

MATACHEWAN CONSOLIDATED MINES LIMITED  
STATEMENT OF SOURCE AND APPLICATION OF FUNDS

FOR THE THREE MONTH PERIOD JANUARY 1, 1964 TO MARCH 31, 1964

Source of funds:

From operations -

Profit on sale of marketable securities	\$ 982
Less: Net loss for period	<u>73</u>
	<u>\$ 909</u>

Application of funds:

Increase in marketable securities	\$12,460
Decrease in cash balance	(6,791)
Decrease in accounts receivable	<u>(4,760)</u>
	<u>\$ 909</u>

Director

*P.H. McCreary*

Director

*E.H. McCreary*

16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	Paul H. McCloskey, aforesaid, through his shareholdings in the Company is in a position to materially affect control of the Company.
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	See Schedule "A" on page 3.
18. Brief statement of any lawsuits pending or in process against company or its properties.	There are no lawsuits pending or in process against the Company or its properties.
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	There are no material contracts entered into by the Company which are still in effect which are not disclosed in the foregoing.
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	<p>(a) This Statement is filed pursuant to the rules and regulations of the Toronto Stock Exchange in respect to the matters referred to in Item 1 above, which the Company understands to be classified as a "material change".</p> <p>(b) No shares of the Company are presently in the course of primary distribution to the public.</p> <p>(c) There are no other relevant material facts.</p>

**CERTIFICATE OF THE COMPANY**

DATED May 13th, 1964

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

MATACHEWAN CONSOLIDATED MINES LIMITED

"P.H. McCloskey"

CORPORATE  
SEAL

"A.O. Hellens"

Director  
Director

**CERTIFICATE OF UNDERWRITER OR OPTIONEE**

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)



THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1231.  
FILED, DECEMBER 15th. 1964.

MATACHEWAN CONSOLIDATED MINES LIMITED

Full corporate name of Company  
Incorporated under the Companies Act (Ontario)  
by Letters Patent dated July 10, 1933.

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1933  
(Ontario) by Letters Patent dated May 1st, 1937). Reference is made to previous  
Filing Statement No. 1116.

FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things,  
an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.

(a) The Underwriting and Option Agreement dated as of November 24, 1964 made between Matachewan Consolidated Mines Limited (hereinafter called "the Company") and Bongard & Company, on behalf of a client, particulars of which are set out in Item 6 hereof.

(b) The Property Option Agreement dated as of November 24, 1964 made between the Company of the First Part and D. Strachan Bongard and Joseph C. Ryan, of the Second Part, particulars of which are set out in Item 11 hereof.

2. Head office address and any other office address.

The Head Office of the Company is located at Room 901, 159 Bay Street, Toronto 1, Ontario.

3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.

Office	Name and Address	Occupation
President and Director	Paul H. McCloskey, 15 Kingsway Crescent, Toronto 18, Ontario.	Mining Engineer
Vice-President and Director	H. P. McCloskey, 15 Kingsway Crescent, Toronto 18, Ontario.	Executive
Secretary and Director	D. W. Falconer, Suite 2402, 44 King Street West, Toronto 1, Ontario.	Solicitor
Director	A. D. Hellens, 27 Hill Crescent, Scarborough, Ontario.	Mining Engineer
Director	A. A. McCloskey, 288 York Mills Road, Willowdale, Ontario.	Consulting Mining Engineer
Treasurer	Dorene Stewart, (Mrs.) 43 Century Drive, Scarborough, Ontario.	Private Secretary and Bookkeeper

4. Share capitalization showing authorized and issued and outstanding capital.

The authorized capital of the Company is 4,000,000 shares without par value of which 3,444,000 shares have been issued and allotted and are outstanding.

5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.

There are no bonds, debentures, notes, mortgages, charges, liens or hypothecations of the Company outstanding.



<p>6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.</p>	<p>The Company has entered into an Underwriting and Option Agreement dated November 24, 1964 with Bongard &amp; Company, 25 Adelaide Street West, Toronto 1, Ontario (Bongard), acting as agent only on behalf of Paul H. McCloskey, 15 Kingsway Crescent, Toronto 18, Ontario, (McCloskey) whereby, subject to the Toronto Stock Exchange accepting for filing on or before December 18, 1964, (i) notice of the said Underwriting and Option Agreement and notice of the Property Option Agreement referred to in Item 11 hereof, and (ii) this Filing Statement, the Company has agreed to sell to Bongard and Bongard has agreed to purchase from the Company 200,000 shares of the capital stock of the Company at the price of 15¢ per share, and in consideration thereof and subject thereto, the Company has granted to Bongard, acting as agent as aforesaid, the exclusive right and option to purchase from the Company 800,000 shares of the capital stock of the Company at the prices and upon and subject to the terms following:</p> <ul style="list-style-type: none"> <li>(a) all or any part of 200,000 shares to be taken up and paid for in full at the price of 15¢ per share within 90 days of the effective date;</li> <li>(b) all or any part of a further 156,000 shares to be taken up and paid for in full at the price of 20¢ per share within 180 days of the effective date;</li> <li>(c) subject to increase of the authorized capital of Matachewan, all or any part of a further 44,000 shares to be taken up and paid for in full at the price of 20¢ per share within 180 days of the effective date;</li> <li>(d) subject to increase of the authorized capital of Matachewan, all or any part of a further 200,000 shares to be taken up and paid for in full at the price of 25¢ per share within 270 days of the effective date;</li> <li>(e) subject to increase of the authorized capital of Matachewan, all or any part of a further 200,000 shares to be taken up and paid for in full at the price of 35¢ per share within 360 days of the effective date;</li> </ul> <p>The effective date of the said Underwriting and Option Agreement shall be the date upon which the Company shall have received from the Toronto Stock Exchange notice of acceptance for filing of (a) the said Underwriting and Option Agreement, (b) the said Property Option Agreement, and (c) this Filing Statement.</p>
<p>7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.</p>	<p>The only person having an interest, direct or indirect in the underwritten or optioned share of the Company, pursuant to the Underwriting and Option Agreement dated November 24, 1964, referred to in Item 6 hereof, is Paul H. McCloskey aforesaid, who is the President and a Director of the Company.</p>
<p>8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.</p>	<p>No payments in cash or securities of the Company have been made or are to be made to a promoter or finder in connection with any proposed underwriting or property acquisition.</p>
<p>9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.</p>	<p>The Company proposes to carry out approximately 2,000 feet of diamond drilling as soon as practicable on 40 certain mining claims located in Desmazures Township, Electoral District of Abitibi East, Quebec, at a cost of approximately \$10,000 including engineering fees and charges. The funds required to cover the above proposed expenditures will be obtained from the proceeds from the sale of the treasury shares of the Company referred to in Item 6 hereof. Further work on the said 40 mining claims will depend on the results obtained from the said drilling programme.</p>



10. Brief statement of company's chief development work during past year.	The Company carried out no development work during the past year.																				
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	<p>The Company has entered into a Property Option Agreement dated November 24, 1964 with D. Strachan Bongard, 10 Ancroft Place, Toronto, Ontario, and Joseph C. Ryan, 487 Duplex Avenue, Toronto, Ontario, (the Optionors) whereby the Company is granted the option to purchase 40 certain mining claims in Desmazures Township, Electoral District of Abitibi-East, Province of Quebec, namely -</p> <table border="1"> <thead> <tr> <th data-bbox="496 579 791 609">Mining Certificate No.</th><th data-bbox="1090 579 1176 609">Claims</th></tr> </thead> <tbody> <tr> <td data-bbox="576 623 672 647">C218745</td><td data-bbox="1001 623 1239 652">Cls. 1, 2, 3 and 4</td></tr> <tr> <td data-bbox="576 647 672 672">C219013</td><td data-bbox="1001 647 1068 672">Cl. 1</td></tr> <tr> <td data-bbox="576 672 672 696">C219015</td><td data-bbox="1001 672 1210 696">Cls. 1 to 5 inc.</td></tr> <tr> <td data-bbox="576 696 672 721">C219018</td><td data-bbox="1001 696 1210 721">Cls. 1 to 5 inc.</td></tr> <tr> <td data-bbox="576 721 672 745">C219020</td><td data-bbox="1001 721 1210 745">Cls. 1 to 5 inc.</td></tr> <tr> <td data-bbox="576 745 672 769">C219022</td><td data-bbox="1001 745 1210 769">Cls. 1 to 5 inc.</td></tr> <tr> <td data-bbox="576 769 672 794">C219023</td><td data-bbox="1001 769 1210 794">Cls. 1 to 5 inc.</td></tr> <tr> <td data-bbox="576 794 672 818">C219024</td><td data-bbox="1001 794 1210 818">Cls. 1 to 5 inc.</td></tr> <tr> <td data-bbox="576 818 672 842">C219025</td><td data-bbox="1001 818 1210 842">Cls. 1 to 5 inc.</td></tr> </tbody> </table> <p>The said option to purchase may be exercised by the Company at any time on or before May 24, 1966. The purchase consideration payable to the Optionors is (a) the sum of \$7,500 payable forthwith upon deposit by the Optionors of transfers of the mining claims with Crown Trust Company, 302 Bay Street, Toronto, Ontario, and (b) 200,000 fully paid and non-assessable shares of the capital stock of the Company upon the exercise of the option, of which 180,000 shares will be held in escrow by said Crown Trust Company, subject to release or transfer within the escrow, only with the written consent of the Toronto Stock Exchange and such other regulatory authorities as may have jurisdiction in respect thereto. The Agreement is subject to the Toronto Stock Exchange accepting for filing on or before December 18, 1964 (a) notice of the said Property Option Agreement, (b) notice of the Underwriting and Option Agreement referred to in Item 6 hereof, and (c) this Filing Statement.</p>	Mining Certificate No.	Claims	C218745	Cls. 1, 2, 3 and 4	C219013	Cl. 1	C219015	Cls. 1 to 5 inc.	C219018	Cls. 1 to 5 inc.	C219020	Cls. 1 to 5 inc.	C219022	Cls. 1 to 5 inc.	C219023	Cls. 1 to 5 inc.	C219024	Cls. 1 to 5 inc.	C219025	Cls. 1 to 5 inc.
Mining Certificate No.	Claims																				
C218745	Cls. 1, 2, 3 and 4																				
C219013	Cl. 1																				
C219015	Cls. 1 to 5 inc.																				
C219018	Cls. 1 to 5 inc.																				
C219020	Cls. 1 to 5 inc.																				
C219022	Cls. 1 to 5 inc.																				
C219023	Cls. 1 to 5 inc.																				
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C219025	Cls. 1 to 5 inc.																				
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	D. Strachan Bongard and Joseph C. Ryan, both afore-said, have advised the Company that no other person or persons will receive a greater than 5% interest in the shares and other consideration to be received by them as referred to in Item 11 hereof.																				
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	There are no shares of the Company now held in escrow or in pool.																				
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	Not applicable.																				



# FINANCIAL STATEMENTS

MATACHEWAN CONSOLIDATED MINES LIMITED  
(Incorporated under the laws of Ontario)

## BALANCE SHEET

OCTOBER 31, 1964.

### ASSETS

#### Current:

Cash	\$	100.51
Investment in Marketable Securities, at cost (Marketable Value \$256,246.00)		<u>225,241.88</u>
	\$	225,342.39

#### Other:

Mining Leases (Matachewan) at cost, less amounts written off	\$	25,115.05
Interest in mining exploration projects		5,136.00
Shares of Companies with no quoted market value, at cost, less amounts written off		<u>6,976.00</u>
		37,227.05
	\$	<u>262,569.44</u>

### LIABILITIES

Current		
Bank Loan	\$	15,000.00

#### Shareholders' Equity

##### Capital

Authorized - 4,000,000 shares of no par value		
Issued - 3,444,000 shares	\$	915,500.00
Deficit		<u>667,930.56</u>
		245,569.44
	\$	<u>262,569.44</u>

Approved

Director

Director

MATACHEWAN CONSOLIDATED MINES LIMITED  
(Incorporated under the laws of Ontario)

## STATEMENT OF PROFIT AND LOSS AND DEFICIT FOR THE TEN MONTHS ENDED OCTOBER 31, 1964.

### Revenue

Gain on sale of Investments	\$	2,861.52
Interest		996.15
Dividends		4,616.74
Sundry		<u>133.62</u>
	\$	8,608.03

### Expense

Legal and audit	\$	1,200.00
Office and corporate		3,308.41
Licences and Taxes		<u>1,046.39</u>
		5,554.80
Net profit for the period	\$	<u>3,053.23</u>
Deficit December 31, 1963	\$	670,983.79
Less profit for the period		<u>3,053.23</u>
Deficit October 31, 1964.	\$	<u>667,930.56</u>

Approved

Director

Director



MATACHEWAN CONSOLIDATED MINES LIMITED  
(Incorporated under the laws of Ontario)

STATEMENT OF SOURCE OF FUNDS

FOR THE TWO MONTHS ENDED OCTOBER 31, 1964.

Source of funds

Net profit for the period	\$ <u>4,852.60</u>
Increase in working funds	\$ <u><u>4,852.60</u></u>

Approved

Director

Director

NOTE: to Balance Sheet of Matachewan Consolidated Mining  
Limited, as at October 31, 1964.

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Since October 31, 1964, the Company has sold  
the following securities:

180,000 shares of Western Surf Inlet Mines  
Limited for \$33,982.77;

7,195 escrowed shares of Redstone Mines  
Limited for \$1,617.22;

and the Company has purchased the following securities:

100 shares Highland Bell Mines Limited for  
\$755.00;

\$16,000 Montreal Trust Company Guaranteed  
Investment Certificate for \$16,000;

and the Company has paid off the outstanding \$15,000 Bank Loan  
made to the Company.

Approved:

Director

Director



THIS IS SCHEDULE "A" to the  
Filing Statement of MATAHEWAN  
CONSOLIDATED MINES LIMITED  
dated November 26, 1964.

STATEMENT OF SECURITIES as at November 25, 1964

STOCKS	Security	Book Cost	Total	Market Value	Total
		Unit Price		Bid Price	
10,000	Advance Redlake Mines Ltd.	0.10	994.00	.14	1,400.00
200	Calgary & Edmonton Corp. Ltd.	23.30	4,660.00	19.125	3,825.00
2,000	Camerina Petroleum Corp.	3.13	6,378.00	2.99	5,980.00
200	Canadian Imperial Bank of Commerce	65.96	13,193.12	67.625	13,525.00
5,000	Consolidated Morrison Explorations, Limited	.721	3,605.00	1.04	5,200.00
100	Falconbridge Nickel Mines Ltd.	55.40	5,540.00	86.00	8,600.00
200	Highland Bell	7.65	1,530.00	8.50	1,700.00
300	Hollinger Consolidated Mines Limited	24.53	7,360.50	34.00	10,200.00
1,500	Kerr Addison Mines Limited	9.59	14,382.50	8.00	12,000.00
500	Klena Gold Mines Ltd.	3.95	1,974.50	5.20	2,600.00
500	Lake Dufault Mines Limited	6.95	3,472.50	12.50	6,125.00
7,500	Madsen Red Lake Gold Mines Limited	2.08	15,603.00	2.01	15,075.00
500	Noranda Mines, Limited	31.64	15,820.00	49.25	24,625.00
400	Northern Ontario Natural Gas Limited	15.40	6,160.00	22.50	9,000.00
16,000	Quebec Mattagami Minerals Limited	0.2675	4,280.00	.14	2,240.00
200	Quemont Mining Corp. Ltd.	10.87	2,175.00	9.90	1,980.00
2,000	Ranger Oil (Canada) Ltd.	1.92	3,843.00	1.44	2,880.00
500	Rapid, Grip & Batten "A" Limited	10.50	5,250.00	9.00	4,500.00
80	Redstone Mines Limited	0.25	20.05	.23	18.40
200	Royal Bank of Canada	76.325	15,265.00	78.375	15,675.00
15,500	Silvermaque Mining Ltd.	0.26	4,102.75	.25	3,875.00
100	Texas Gulf Sulphur Corporation	52.09	5,209.33	58.19	5,819.00
4,400	Voyager Explorations Limited	2.04	8,998.00	1.50	6,600.00
\$16,000	Montreal Trust Guaranteed Investment Certificate	-	16,000.00	-	16,000.00
			\$165,816.25		\$179,442.40

BONDS & PFD. STOCKS

10,000	Canadian Chemical, 7/Mar. 1/80 Ex. Wts.	\$100.00	\$10,000.00	\$105.50	\$10,550.00
5,000	Mattagami Lake, 6/Apr. 30/75, Ex. Shs.	83.00	4,150.00	110.00	5,500.00
10,000	Orchan Mines, 6/Apr. 30/75, "Ex"	87.60	8,760.63	108.50	10,850.00
5,000	Trans-Canada, P.L., 5% June 1/88	111.52	5,545.00	155.00	7,750.00
5,000	Trans-Canada, P.L., 5%, Conv. Sub. Inc. Debs., Dec. 1/1989	117.00	5,850.00	120.00	6,000.00
10,000	Westcoast Transmission, 5.5% Apr. 1, 1988, "C"	94.75	9,475.00	105.00	10,500.00
			\$43,780.63		\$51,150.00
Total Marketable Investments at Cost.....			\$209,596.88	Total Market Value	\$230,592.40
Securities for which there is no quoted market value					
10,725	Redstone (Escrowed)		\$ 2,694.05		
216,500	Pilley's Island Sundry Holdings		2,475.00		
			1.00		
			\$ 5,170.05		

NOTE - Since September 4, 1964 the date of the last Amending Filing Statement of the Company filed with The Toronto Stock Exchange, and up to October 31, 1964, the Company has sold and purchased securities as follows:-

SALES

Security	Selling Price
50 shares Delta Acceptance Corporation Limited	\$ 6,142.13
500 shares Craigmont Mines Limited	7,970.00
200 shares Mattagami Lake Mines Limited	3,188.00
300 shares Rapid, Grip & Batten Limited	2,562.00
500 shares Lake Dufault Mines Limited	5,870.00
500 shares Quebec Mattagami Mines Limited	74.92
500 shares Redstone Mines Limited	154.84
Total -	\$ 25,961.89

PURCHASES

Security	Cost
100 shares Texas Gulf and Sulphur Company	\$ 5,209.33
\$5,000 Trans-Canada Pipelines, 5%, Dec. 1, 1939, convertible subordinated debentures	5,450.00
100 shares Highland Bell Mines Limited	765.00
130,000 shares Western Surf Inlet Mines Limited	32,400.00
Total -	\$ 44,224.33

See Note to Balance Sheet for changes in the Company's holdings of securities since October 31, 1964.

## ENGINEER'S REPORT

Note - The following are excerpts from a report by L.F. Gauvreau, B.A.Sc., P.Eng., dated December 1st, 1964, on mining claims located in Desmazures Township, County of Abitibi East, Province of Quebec. A complete copy of this report is on file with the Toronto Stock Exchange.

### CONCLUSIONS

During and subsequent to the work performed above the results from other exploration activity in the area has led to a re-appraisal of the economic possibilities of the sulphide zones encountered. In the writer's opinion, the results on the property are inconclusive and it is felt that insufficient diamond drilling was performed which did not permit exploration of the possibility of differentiation of sulphides along the zones and at depth. This property lies in a greenstone belt transgressed by a major north-east trending system of diabase dykes which appear to link Normetal on the southwest, with the Joutel Copper and the Poirier deposits 16 miles to the southwest. The dyke system would indicate deep-seated structure and a possible influence on localization of ore-bearing sulphides.

### RECOMMENDATIONS

1. Complete the electro-magnetic survey which would require an additional 24 line miles, with grid lines on 200 foot centres, pickets 50 feet apart.
2. Drill 8 diamond drill holes to further test the conductive zones as follows:


1 x 300	foot hole through	conductive zone No. 6	west
1 x 300	" " "	" " "	6 east
2 x 300	" holes	" " "	7
2 x 300	" " "	" " "	4
1 x 650	" hole	" " "	4
1 x 300	" " "	" " "	3

Total 2750 feet.

The total cost of this exploration program should not exceed \$17,000.00.

Should economic values be encountered in any of the above recommended holes a decision should be reached, therefore, to proceed with additional holes along a zone and at depth to determine the attitude of any possible ore deposits.

Respectfully submitted,




L. F. Gauvreau, B.A. Sc.  
Professional Engineer

### CERTIFICATION

I, Levi Francis Gauvreau of R. R. 3, Port Hope, Ontario, hereby certify:

1. That I am a graduate in Mining Engineering of the University of Toronto (1933) and have practised my profession for over 20 years.
2. That I am a member of the Association of Professional Engineers of Ontario.
3. That I have no personal interest, directly or indirectly, in the property described herein or in the securities of the Company which now owns or may acquire the property, nor do I expect to receive any such interest.
4. That this report is based on a knowledge of the area, information from government reports, and a study of the diamond drill results from the previous work.



L. F. Gauvreau, B.A. Sc.  
Professional Engineer

Dated at Toronto, Ontario  
this 1st day of December, 1964.



15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<p>Bansco &amp; Co., 44 King Street West, TORONTO 1, Ontario. 1,438,896</p> <p>Walwyn, Stodgell &amp; Co. Ltd., 7 King Street East, TORONTO 1, Ontario. 759,327</p> <p>Goodwin, Harris &amp; Co. Ltd., 347 Bay Street, TORONTO 1, Ontario. 64,500</p> <p>T. A. Richardson &amp; Co., 4 King Street West, TORONTO 1, Ontario. 44,150</p> <p>Reginald Jones, 13273 Riverside Drive, Tecumseh, Ontario. 30,000</p> <p>The Company is advised that 894,996 of the shares of the Company registered in the name of Bansco &amp; Co. are beneficially owned by Paul H. McCloskey aforesaid and that 283,500 shares of the Company registered in the name of Bansco &amp; Co., are beneficially owned by Western Surf Inlet Mines Limited, Suite 901, 159 Bay Street, Toronto, Ontario and that 255,500 shares of the Company registered in the name of Bansco &amp; Co. are beneficially owned by Anna M. McCloskey, R.E. No. 1, Queensville, Ontario.</p>
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	Paul H. McCloskey, aforesaid, through his shareholdings in the Company is in a position to materially affect control of the Company.
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	See Schedule "A" on page 6.
18. Brief statement of any lawsuits pending or in process against company or its properties.	There are no lawsuits pending or in process against the Company or its properties.
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	<p>The Company holds a 90% interest or participation in the Underwriting and Option Agreement dated as of September 2, 1964, made between Western Surf Inlet Mines Limited (Non-Personal Liability), Room 901, 159 Bay Street, Toronto 1, Ontario and Bongard &amp; Company, Room 701, 25 Adelaide Street West, Toronto 1, Ontario, Save as aforesaid there are no material contracts entered into by the Company which are still in effect which are not disclosed in the foregoing.</p>
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	<p>(a) This Statement is filed pursuant to the rules and regulations of the Toronto Stock Exchange in respect to the matters referred to in Item 1 above, which the Company understands to be classed as a "material change".</p> <p>(b) On acceptance for filing by the Toronto Stock Exchange of this Filing Statement, the shares of the Company will be in the course of primary distribution to the public.</p> <p>(c) The Company has granted to Kenneth H. Brownlee (Brownlee), 654 Gilmore Street, Ottawa, Ontario, the option to purchase 90,000 shares of the capital stock of Western Surf Inlet Mines Limited at the price of 20¢ per share at any time on or before March 1, 1965, in consideration of Brownlee granting to Western Surf Inlet Mines Limited an option to purchase 5 certain mining claims on Grand Calumet Island, County of Pontiac, Province of Quebec.</p> <p>(d) There are no other relevant material facts.</p>

CERTIFICATE OF THE COMPANY

DATED November 26, 1964

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"P.H. McCloskey" By

MATACHEWAN CONSOLIDATED MINES LIMITED  
CORPORATE SEAL

"D.W. Falconer" And

Director  
Director

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

BONGARD & COMPANY

By

H. G. D. Co.

TORONTO STOCK EXCHANGE

AMENDING FILING STATEMENT NO. 233.  
FILED, SEPTEMBER 10th. 1964.

*File*

MATACHEWAN CONSOLIDATED MINES LIMITED

Full corporate name of Company

AMENDING FILING STATEMENT

(To be filed with respect to any change in a Filing Statement filed within a period of six months)

To be read in conjunction with Filing Statement No.1118 dated May 13th.1964.

<p>Brief statement of the material change in the affairs of the company in respect of which this amending filing statement is filed.</p>	<p>This statement is filed in respect to the Underwriting and Option Agreement dated as of September 2, 1964, made between Western Surf Inlet Mines Limited (Non-Personal Liability), Room 901, 159 Bay Street, Toronto 1, Ontario, (Western Surf) and Bongard &amp; Company, Room 711, 25 Adelaide Street West, Toronto 1, Ontario, (Bongard) acting on behalf of Matachewan Consolidated Mines Limited (the Company) as to 90% thereof and on behalf of Hellens Management and Development Company Limited, Room 901, 159 Bay Street, Toronto 1, Ontario, and Oliver Severn Gold Mines Limited, Room 911, 85 Richmond Street West, Toronto 1, Ontario, as to 5% thereof each.</p>
<p>11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.</p>	<p>See Schedule "A" on page 2.</p>
<p>12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.</p>	<p>Western Surf Inlet Mines Limited, aforesaid, will receive the entire consideration to be paid by Bongard &amp; Company acting on behalf of the Company and other clients as aforesaid, in connection with the purchase of shares of Western Surf pursuant to the aforesaid Underwriting and Option Agreement dated as of September 2, 1964 made between Western Surf and Bongard &amp; Company.</p>



This is Schedule "A" to the amending Filing  
Statement of Matachewan Consolidated Mines  
Limited dated September 4, 1964

Bongard & Company, 25 Adelaide Street West, Toronto 1, Ontario, (Bongard) acting as agent only on behalf of the Company as to 90%, and on behalf of Hellens Management and Development Company Limited, Room 901, 159 Bay Street, Toronto 1, Ontario, and Oliver Severn Gold Mines Limited, Room 911, 85 Richmond Street West, Toronto 1, Ontario, as to 5% each, entered into an Underwriting and Option Agreement dated September 2, 1964 (the Agreement) with Western Surf Inlet Mines Limited (Non-Personal Liability), Room 901, 159 Bay Street, Toronto, Ontario, (Western Surf) whereby, subject to the Toronto Stock Exchange accepting for filing on or before September 24, 1964, (i) notice of the Agreement and (ii) a Filing Statement of Western Surf relating to the Agreement, Western Surf agreed to sell to Bongard and Bongard agreed to purchase from the Company, forthwith after the effective date of the Agreement, 200,000 shares of the capital stock of Western Surf at the price of  $17\frac{1}{2}\phi$  per share, and in consideration thereof and subject thereto, Western Surf granted to Bongard the sole and exclusive right and option to purchase from Western Surf on behalf of the Company and Hellens and Oliver Severn as aforesaid, 800,000 of the capital stock of Western Surf at the prices and upon the terms following:-

- (a) all or any part of 200,000 shares to be taken up and paid for in full at the price of  $17\frac{1}{2}\phi$  per share within 90 days of the effective date of the Agreement;
- (b) all or any part of 200,000 shares to be taken up and paid for in full at the price of  $22\frac{1}{2}\phi$  per share within 180 days of the effective date of the Agreement;
- (c) all or any part of 200,000 shares to be taken up and paid for in full at the price of  $32\frac{1}{2}\phi$  per share within 270 days of the effective date of the Agreement; and
- (d) all or any part of 200,000 shares to be taken up and paid for in full at the price of  $42\frac{1}{2}\phi$  per share within 360 days of the effective date of the Agreement.

The effective date of the Agreement shall be the date upon which the Company shall receive from the Toronto Stock Exchange (i) notice of accepting for filing of the Agreement and (ii) notice of accepting for filing of this Filing Statement.

Bongard & Company has advised the Company that A. D. Hellens, 27 Hill Crescent, Scarborough, Ontario, Mining Engineer, is the only person who holds more than a 5% interest in Hellens Management and Development Company Limited.

The Company and Oliver Severn Gold Mines Limited are each public companies and it is impractical to list the names of persons or corporations holding more than 5% of the outstanding shares of either of said companies.

# FINANCIAL STATEMENTS

## MATACHEWAN CONSOLIDATED MINES LIMITED

(Incorporated under the laws of Ontario)

### BALANCE SHEET

August 31, 1964

#### ASSETS

##### Current:

Cash	\$	2,557.04
Investment in Marketable Securities, at cost (Market Value \$216,700.00)		202,932.75
	\$	205,489.79

##### Other:

Mining Leases (Matachewan) at cost, less amounts written off	25,115.05	
Interest in mining exploration projects	5,136.00	
Shares of Companies with no quoted market value, at cost, less amounts written off	6,976.00	
		37,227.05
	\$	242,716.84

#### LIABILITIES

##### Shareholders' Equity

###### Capital

Authorized - 4,000,000 shares of no par value		
Issued - 3,444,000 shares	\$	915,500.00
Deficit		672,783.16
	\$	242,716.84

Approved

Director

Director



MATACHEWAN CONSOLIDATED MINES LIMITED

STATEMENT of

PROFIT & LOSS and DEFICIT

Eight Months Ended August 31, 1964

Revenue

Interest		\$ 646.15
Dividends		3,503.55
		<u>4,149.70</u>

Expenses

Legal and Audit	\$ 1,200.00	
Office and Corporate	2,602.43	
Licences and Taxes	<u>1,046.39</u>	<u>4,848.82</u>
		699.12

Loss on sale of Investments 1,100.25

Net loss for the period 1,799.37

Deficit December 31, 1963 670,983.79

Deficit August 31, 1964 \$ 672,783.16

Approved

Director

*P. H. McChesney*

Director

*W. J. McChesney*

STATEMENT OF SOURCE AND APPLICATIONS OF FUNDS

EIGHT MONTHS ENDED AUGUST 31, 1964

Use of funds:

Net loss for the period \$ 1,799.37

Source of funds:

Decrease in current assets \$ 1,799.37

Approved

Director

*P. H. McChesney*

Director

*W. J. McChesney*



THIS IS SCHEDULE "B" to the Amending  
Filing Statement of MATACHEWAN CONSOL-  
IDATED MINES LIMITED dated September  
4, 1964

BONDS &  
PFD. STOCKS

Face Value or No. of Shares	Security	Book Cost		Market Value	
		Unit Price	Total	Bid Price	Total
\$10,000	Canadian Chemical 7/80 ex Wts.	\$100.00	\$ 10,000.00	\$105.00	\$ 10,500.00
50	Delta Acceptance 5.5% Convertible 2nd B Preferred	100.00	5,000.00	119.75	5,987.50
5,000	Mattagami Lake Mines Limited 6/75 ex Shs.	83.00	4,150.00	108.00	5,400.00
10,000	Orchan Mines Limited 6/Apr. 30/75 "Ex"	87.60	8,760.63	106.50	10,650.00
5,000	Trans-Canada Pipe Lines Ltd. 5% June 1/88	111.52	5,545.00	154.00	7,700.00
10,000	Westcoast Transmission Co. Ltd. 5.5/88 "C"	94.75	9,475.00	107.00	10,700.00
			\$ 42,930.63		\$ 50,937.50

STOCKS

10,000	Advance Red Lake Mines Ltd.	0.10	994.00	.10	1,000.00
200	The Calgary & Edmonton Corp. Ltd.	23.30	4,660.00	22.50	4,500.00
2,000	Camerina Petroleum Corporation	3.13	6,378.00	2.72	5,440.00
200	Canadian Imperial Bank of Commerce	65.96	13,193.12	68.50	13,700.00
5,000	Consolidated Morrison Explorations Limited	.721	3,605.00	.70	3,500.00
500	Craigmont Mines Limited	17.07	8,537.50	16.375	8,187.50
100	Falconbridge Nickel Mines Ltd.	55.40	5,540.00	79.75	7,975.00
300	Hollinger Consolidated Gold Mines Limited	24.53	7,360.50	25.75	7,725.00
1,500	Kerr Addison Mines Limited	9.59	14,382.50	7.05	10,575.00
500	Kiena Gold Mines Ltd.	3.95	1,974.50	4.50	2,250.00
1,000	Lake Dufault Mines Limited	6.95	6,945.00	11.75	11,750.00
7,500	Madsen Red Lake Gold Mines Ltd.	2.08	15,603.00	2.00	15,000.00
200	Mattagami Lake Mines Ltd.	8.20	1,640.00	15.50	3,100.00
500	Noranda Mines Ltd.	31.64	15,820.00	47.50	23,750.00
400	Northern Ontario Natural Gas	15.40	6,160.00	23.00	9,200.00
16,000	Quebec Mattagami Minerals Ltd.	0.2675	4,280.00	.16	2,560.00
200	Quemont Mining Corp. Ltd.	10.87	2,175.00	9.60	1,920.00
2,000	Ranger Oil	1.92	3,843.00	1.31	2,620.00
800	Rapid, Grip & Batten "A"	10.50	8,400.00	8.25	6,600.00
580	Redstone Mines Ltd.	0.25	145.25	.40	232.00
200	Royal Bank of Canada	76.325	15,265.00	78.25	15,650.00
15,500	Silvermaque Mining Ltd.	0.26	4,102.75	.125	1,937.50
4,400	Voyager Explorations Ltd.	2.04	8,998.00	1.50	6,600.00
			\$160,002.12		\$165,772.00
Total Marketable Investments at Cost			\$202,932.75	Total Market Value	\$216,709.50

Shares for which there is no quoted market

17,920	Redstone Mines Ltd. (Escrowed)	\$ 4,500.00
216,500	Pilley's Island Copper Pyrite Ltd.	2,475.00
		\$ 6,975.00



<p>15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state</p>	<p>Bansco &amp; Co., 44 King Street West, TORONTO 1, Ontario. 1,438,896</p> <p>Walwyn, Stodgell &amp; Co. Ltd., 44 King Street West, TORONTO 1, Ontario. 764,327</p> <p>Goodwin, Harris &amp; Co. Ltd., 347 Bay Street, TORONTO 1, Ontario. 64,500</p> <p>T. A. Richardson &amp; Co., 4 King Street West, TORONTO 1, Ontario. 45,150</p> <p>Reginald Jones, 13273 Riverside Drive, Tecumseh, Ontario. 30,000</p> <p>The Company is advised that of the 1,438,896 shares of the Company registered in the name of Bansco &amp; Co., 894,997 shares are beneficially owned by Paul H. McCloskey aforesaid, that 283,500 shares are beneficially owned by Western Surf Inlet Mines Limited, Suite 901, 159 Bay Street, Toronto, Ontario, and that 255,399 shares are beneficially owned by Anna M. McCloskey, R.R. No. 1, Queensville, Ontario.</p> <p>The Company does not know whether or not any of the other shares of the Company registered in the aforesaid names are beneficially owned by the registered holders thereof.</p>
<p>17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.</p>	<p>See Schedule "B" on page 5.</p>
<p>Statement of any other material facts and if none, so state.</p>	<p>The Company advises that the funds required by it to complete the Company's obligation to purchase 90% of the 200,000 shares of Western Surf Inlet Mines Limited underwritten by Bongard &amp; Company pursuant to the aforesaid Underwriting and Option Agreement dated as of September 2, 1964, will be obtained from the bank loan to be made to the Company.</p> <p>All of the Directors of the Company are also Directors of Western Surf Inlet Mines Limited aforesaid. There are no other relevant material facts.</p>

DATED September 4, 1964

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"P.H. McCloskey" by P.H. McCloskey MATACHEWAN CONSOLIDATED MINES LIMITED  
CORPORATE SEAL  
"D.W. Falconer" and D.W. Falconer Director  
Director

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)